

# **EXHIBIT D**

----- Forwarded message -----

From: "Joe LaFayette" <[amesburyloan@gmail.com](mailto:amesburyloan@gmail.com)>

To: undisclosed-recipients;

Date: Wed, 23 May 2007 07:50:36 -0700

Subject: Compass Termination Update

Amesbury Lenders,

It is Wed, 5/23/07, and for those who have not heard yet, the recent drive we had to garner more than a 51% majority lender participation on this (and all loans that are still active) was successful. As such, Compass Partners has been terminated as our Loan Servicing Agency. They should have received the notice of termination effective immediately upon receipt on Monday, 5/21. There have also been lawsuits filed naming multiple defendants including Compass Partners for a variety of charges including the breaches that prompted the termination. Those are separate matters which can be explored later. Feel free to inquire of me if you are contacted or solicited in any way by Compass Partners and feel you need interim advice.

For now, there is beginning to be grapevine information circulating which may or may not be accurate so I wanted to take just a moment to let you know that we are working very diligently to get detailed and accurate information out to any lenders that were not able to attend one of the 8 meetings we held throughout Nevada, Arizona and Cal. over this last weekend. If you did attend one of the meetings, you also may still have some questions on the program that was presented. We should have clear direction for any situation very shortly so please stand by just a little longer. I want to assure all of you that there will be follow up information coming shortly to all lenders we have contact information for. I expect to be receiving an executive summary of the situation from Donna Cangelosi very shortly that I will forward to you as soon as it is received.

For those of you in multiple loans, if you have not heard from all the Loan Captains yet, I'm sure you will very soon. If you have urgent questions that cannot wait, please do not hesitate to reply with them here but realize I am best able to serve all of you in getting the information out in the most timely manner if not answering on a one by one basis. The new program is very exciting and will truly be a much more compatible relationship for all investors.

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Joe LaFayette  
Amesbury Loan Captain

PS - I may be troubleshooting a minor email problem over the next few days so if you should receive one or more messages with "Test" in the subject matter, please ignore and discard. Thank you.

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5/24/2007

**Huynh, Hanh**

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**From:** Huynh, Hanh  
**Sent:** Thursday, May 24, 2007 8:25 PM  
**To:** Huynh, Hanh  
**Subject:** FW: Synopsis of meetings forthcoming

----- Forwarded message -----

From: Nancy Turner <NATurner@bendbroadband.com>  
Date: Tue, 22 May 2007 18:48:17 -0700  
Subject: Synopsis of meetings forthcoming

Hello All,

They are back from a whirlwind weekend of meetings. Most comments are that Donna did an excellent job of meeting face-to-face with hundreds of our fellow lenders, and successfully kicked off the next phase of our journey. It is my belief that this is the turning point where we will no longer be 'used and abused'; we are finally able to take control.

For those of you who were unable to attend any of the meetings, Donna is working on a synopsis. Some of you who attended the meetings have questions that she will also address. Additionally we will be emailing you the forms that we passed out at the meetings along with a clear explanation of how to fill them out should you so choose to do.

Please be on Stand By for this email from Donna. I will Forward it to you as soon as I receive it.

It was just great getting to meet those of you at the last meeting in Reno in person after so many months of communicating by phone and email!

Stay Tuned!

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**From:** Ed Schoonover [mailto:2eschoon@gmail.com]  
**Sent:** Tuesday, May 15, 2007 12:55 PM  
**To:** 2eschoon@gmail.com  
**Subject:** URGENT MEETING NOTICE FOR ALL DIRECT LENDERS

Several recent and significant events have dictated that Direct Lenders, invested in loans serviced by USA Capital/Compass Partners, get together in person to discuss a situation which has become critical. A series of face-to-face meetings scheduled in six cities in three states. ONLY Direct Lenders who can show proof of their investments will be admitted. If you care about your investments, you need to attend one of these meetings in person. Some of the recent events include:

- The Nevada Mortgage Lending Division (MLD) performed an audit on the USA Capital activity under Mesirow's watch as our "interim servicer". Suffice it to say that they found numerous violations. The MLD revoked Mesirow/Compass's license for breaking Nevada Law

- The MLD ordered Compass Partners to CEASE and DESIST operating as a Mortgage Broker/Agent Servicer

- In a "

midnight move", Compass Partners closed their Nevada office and moved their operations to New York

We appologize for the short notice; and that some of these meeting dates/times may conflict with religious services, but because of the critical and urgent nature of these events, we don't have the option of delaying. **Please read the notice below for the meeting schedule and instructions for attending. THIS IS NOT A FUNDRAISING MEETING**. It is being sponsored by your fellow lenders in the Lenders Protection Group.

For those of you who do not live close to any of the meeting sites, we appologize; the majority of the lenders are in these areas. You should consider traveling to one of the meetings if possible (the venues are close to airports).

Please reply to this email and let me know the following:

1. You will: a) Definitely attend b) Definitely not attend c) Maybe attend
2. Which meeting/date you will attend
3. Who will attend (e.g. husband/wife, son/daughter, etc)

Again, it is critical that as many of you as possible attend one of these meetings. The future of your investment is at stake. Only you can act to preserve your money.

Ed Schoonover Mt. House LC

I. **CALLING ALL LENDERS!**

II. **We're coming to a city near you to discuss  
your loans**

III. **Please join us! ...Your Attendance is  
critical**

**Last week, the Nevada Mortgage Lending Division forbade our new loan servicer, Compass Partners, from operating in the State of Nevada.**

**Please attend one of the following meetings to understand the crucial issues we face to recover our money. This is a critical meeting for direct lenders sponsored by direct lenders.**

## **\*ATTENTION\*\* Please bring the following to be admitted into the meeting.**

**All Direct Lenders MUST bring:**

- ☐ 2 Copies of their *Check Statement for February 1, 2007 through February 28, 2007* for each Vesting/Account Name.
- **Government Issued Photo ID - Drivers License or Passport (Married couples also require individual I.D.)**

*Sponsored by the Lenders Protection Group*

(This meeting is not a fund raiser)

<b>Date:</b>	<b>Registration</b>	<b>Meeting</b>	<b>City</b>	<b>Location</b>	<b>Address</b>
5/18/07	8:00AM	9:00AM - Noon	Reno, NV	Warren Nelson Building Laxalt Auditorium	401 West 2 <sup>nd</sup> Street Downtown Reno 775-784-4917
5/18/07	3:30PM	4:30PM – 7:30PM	Las Vegas, NV	The RIO	3700 W. Flamingo Rd.  Las Vegas, NV 89130 866-746-7671
5/19/07	8:00AM	9:00AM - Noon	Las Vegas, NV	The RIO	3700 W. Flamingo Rd.  Las Vegas, NV 89130 866-746-7671
5/19/07	3:30PM	4:30PM – 7:30PM	Phoenix, AZ	Hilton Phoenix Airport	2435 South 47th Street  Phoenix, AZ 85034 480-894-1600
5/20/07	9:00AM	10:00AM – 1:00PM	Santa Ana, CA	Hilton Orange County	3050 Bristol Street  Costa Mesa, CA 92626 714-540-7000

5/20/07	4:30PM	5:30PM – 8:30PM	Oakland, CA	Jack London Inn	444 Embarcadero West  Oakland, CA 94607 800-549-8780
5/21/07	9:00AM	10:00AM – 1:00PM	Sacramento, CA	Double Tree Hotel Sacramento	2001 Point West Way  Sacramento, CA 95815 916-929-8855
5/21/07	4:30PM	5:30PM – 8:30PM	Reno, NV	Warren Nelson Building  Laxalt Auditorium	401 West 2nd Street  Downtown Reno 775-784-4917

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